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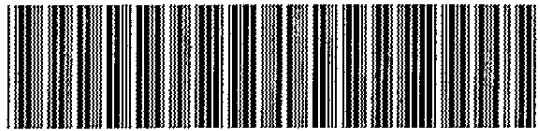
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03 MAY -5 AM 10:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



aj S/B

NICOLAS POLACK

5/2, 2003

Department of State
Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: INCORPORATION OF MONARCH CONSULTING USA., INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of **MONARCH CONSULTING USA., INC.**, and a check made payable to the Secretary of State which includes the statutory filing fee, in the amount of \$78.75, designation of Registered Agent and certified copy of Article. Your assistance in establishing this corporation is appreciated.
Upon validation kindly mail the Articles to:

**Professional Associates
6878 West Atlantic Blvd
Margate, FL 33063**

Kindly phone at 1-954-971-7875 and speak with Shariq if there is a question or problem.

Respectfully,



NICOLAS POLACK

Articles of Incorporation of MONARCH CONSULTING USA., INC.

THE UNDERSIGNED, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Article of Incorporation.

ARTICLE ONE - NAME

The name of the corporation is **MONARCH CONSULTING USA., INC.**

ARTICLE TWO - PURPOSE

The general purpose of the business and objects and purposes proposed to be transacted by the Corporation and the powers and privileges to be exercised by it shall include all powers that are given to bodies corporate under the Statutes of the State of Florida, as the same may exist and may be amended from time to time

ARTICLE THREE - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue at any time is 100 shares, all of which shall be common shares with \$1.00 par value.

Each shareholder of the Corporation shall be entitled to full pre-emptive rights to acquire his proportionate part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.

ARTICLE FOUR - DURATION

The term of existence of the corporation is perpetual.

ARTICLE FIVE - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at:

20369 Boca West Drive, #1104
Boca Raton, Florida 33434

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TALLAHASSEE
SECRETARY OF STATE

ARTICLE SIX – INITIAL BOARD OF DIRECTORS

This Corporation shall have **one (1)** Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the first Board of Directors, who shall subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the Corporation's existence, or until his successor shall have been elected and qualified, are as follows:

NICOLAS POLACK **20369 Boca West Drive, #1104**
Boca Raton, Florida 33434

ARTICLE SEVEN- REGISTERED AGENT

The registered agent and the registered office for this Corporation are:

NICOLAS POLACK **20369 Boca West Drive, #1104**
Boca Raton, Florida 33434

ARTICLE EIGHT- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NICOLAS POLACK **20369 Boca West Drive, #1104**
Boca Raton, Florida 33434

ARTICLE NINE - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE TEN - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE ELEVEN - MEETING BY CONFERENCE TELEPHONE

The members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone, but regular meetings of the Board of Directors must be attend, in fact, in person by each Director.

ARTICLE TWELVE - ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered office designated in these Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


NICOLAS POLACK, Registered Agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation dated, 5/2, 2003.


NICOLAS POLACK

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING INSTRUMENT was acknowledged before me on
By NICOLAS POLACK, who is personally known to me or who has produced
H. Driver's lic, as identification, and who did not take an oath.


NOTARY PUBLIC
My commission expires:



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03 MAY -5 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
5/2/03